

**ALABAMA PREPAID AFFORDABLE COLLEGE TUITION (PACT) PROGRAM
AND THE ALABAMA COLLEGE EDUCATION SAVINGS (ACES) PROGRAM**

**INTERNAL PROCEDURES FOR PUBLIC MEETINGS
AND OPEN MEETINGS LAW COMPLIANCE**

February 2006

INTRODUCTION

It is the policy of the PACT/ACES Board, herein (the "Board") as a governmental body that its deliberative process be conducted in meetings open to the public in compliance with the Open Meetings Law, codified as Section 36-25A-1 through 11, Code of Alabama herein (the "Law"). The Board is committed to facilitating the rights of all interested citizens to attend meetings of the Board of Directors as well as other meetings that may occur from time to time through committees or sub-committees of the Board.

These Internal Procedures are adopted to provide procedural guidance for the Board; to inform the public of their right to attend such meetings; and to provide useful and directive information to make attending public meetings more meaningful and informative. Further, the Internal Procedures will provide guidance to insure meetings proceed in an orderly fashion that does not disrupt the ability of the Board to discharge its duties, goals and to consistently accomplish its objectives. Copies of these procedures, as may be amended from time to time, will be available to the public in the Office of the State Treasurer, State Capitol Building, 600 Dexter Avenue, Room S-106, Montgomery, Alabama and on the Treasury internet website www.treasury.alabama.gov.

DEFINITIONS

DELIBERATION means an exchange of information or ideas among a Quorum of members of a governmental body intended to arrive at or influence a decision as to how the members of the governmental body should vote on a specific matter that, at the time of the exchange, the participating members expect to come before the body immediately following the discussion or at a later time.

EXECUTIVE SESSION means that portion of a Meeting from which the public is excluded for one or more of the reasons prescribed in [Section 36-25A-7\(a\)](#).

GENERAL REPUTATION AND CHARACTER means characteristics or actions of a person directly involving good or bad ethical conduct, moral turpitude, or suspected criminal activity, not including job performance.

JOB PERFORMANCE means the observed conduct or actions of a public employee or public official while on the job in furtherance of his or her assigned duties. Job performance includes whether a person is meeting, exceeding, or failing to meet job requirements or whether formal employment actions should be taken by the governmental body. Job performance does not include the general reputation and character of the person being discussed

MEETING means the following subject to limitations of the Law.

1. The prearranged gathering of a Quorum of a governmental body or a Quorum of a committee or subcommittee of a governmental body at a time and place which is set by law or operation of law.

2. The prearranged gathering of a Quorum of a governmental body or a Quorum of a committee or subcommittee of a governmental body during which the body, committee, or

subcommittee of the governmental body is authorized, either by law or otherwise, to exercise the powers which it possesses or approve the expenditure of public funds.

3. The gathering, whether or not it was prearranged, of a Quorum of a governmental body or a Quorum of a committee or a subcommittee of a governmental body during which the members of the governmental body deliberate specific matters that, at the time of the exchange, the participating members expect to come before the body, committee or subcommittee at a later date.

OPEN OR PUBLIC PORTION OF A MEETING means the open or public portion of a Meeting which has not been closed for Executive Session in accordance with the Law for which prior notice was given in compliance with the law, and which is conducted so that constituents of the Board, members of the media, persons interested in the activities of the Board, and citizens of this state could, if they desired, attend and observe."

PROFESSIONAL COMPETENCE means the ability of an individual to practice a profession within the profession's acceptable standards of care and responsibility. A profession is a vocation requiring certification by the State of Alabama or passage of a state licensing examination that may only be granted to or taken by persons who have completed at least three years of college-level education and obtained at least a college-level degree

QUORUM refers to the number of members that are required to be present to conduct deliberation and vote on issues at a covered Meeting. A quorum for the Board is defined by law: "A majority of members of the Board shall constitute a quorum for the transaction of the business of the plan. §16-33C-4(d), Code of Ala. 1975

THE RULES OF ORDER

The Board has adopted Robert's Rules of Order as the source of authority to conduct Meetings, deliberations and voting of the Board of Directors, covered Committees, and Sub-Committees. The Board will refer to this publication for guidance and authority to decide all procedural issues and questions.

NOTICE TO PUBLIC

The PACT/ACES Program is required to provide notification to the public of Meetings subject to the Law. The Board will submit notice of its Meetings to the Secretary of State. The Secretary of State shall post the notice on the Internet for at least seven calendar days prior to the day of the Meeting. Notices shall include the date, time and place of the Meeting and will include the tentative agenda for the Meeting if such agenda has been prepared and is available. The Board will also post notices of not less than one day (24 hours) for committee, sub-committee and task force Meetings that relate to, or involve matters members expect may come before the Board for deliberation at a future time. The Board will post notices of not less than one hour for emergency Meetings.

NOTICE TO BOARD

The Treasury staff will provide mailings to the Board at least 12 calendar days in advance of Board Meetings that will include the tentative agenda, minutes from the prior Meeting, identification of informational items to be presented and copies of proposed resolutions with pertinent documents for their review. Board Meeting dates will be set for the next calendar year at the last quarterly Meeting of the calendar year which may be changed as circumstances dictate.

TELEPHONE CONFERENCE CALLS

Conference calls among a quorum of the Board, a committee or a subcommittee that involve the deliberative process are prohibited by Law. A quorum cannot be established by electronic means according to case law and opinions of the Attorney General. Electronic means includes, but is not limited to, phone calls and video conferencing.

Telephone conference calls among a quorum of a committee or sub committee that are strictly limited to receiving objective data, investment performance results or requesting such other objective data delivered without opinion, discussion or recommendation and that do not involve the deliberative process are not prohibited. However, members participating in such informational conference calls should refer to and read closely the definition of "Deliberation" in these Internal Procedures and strictly refrain from any deliberative activity.

CHAIRPERSON

The duties of the Chair are generally as follows:

To open the session at the time at which the Board is to meet, by taking the chair and calling the members to order; having ascertained that a quorum is present.

To announce the business before the Board in the order in which it is to be acted upon; in accord with the agenda.

To recognize members entitled to the floor.

To state and to put to vote all questions which are regularly moved, or necessarily arise in the course of the proceedings, and to announce the result of the vote.

To protect the Board from annoyance from evidently frivolous or dilatory motions by refusing to recognize them.

To enforce the rules relating to debate and those relating to order and decorum within the Board

To assist in the expediting of business in every way compatible with the rights of the members, as by allowing brief remarks when undebatable motions are pending, if it thinks it advisable; to restrain the members when engaged in debate, within the rules of order; to enforce on all occasions the observance of order and decorum among the members,

To decide all questions of order unless when in doubt it prefers to submit the question for the decision of the Board;

To respond to inquiries of members related to parliamentary procedure or for factual information bearing on business at hand before the Board.

To authenticate, by its signature, when necessary, all the acts, orders, and proceedings of the Board.

To declare the meeting adjourned when the Board so votes or,

In case of fire, riot, or very serious disorder, or other great emergency, the chair has the right and the duty to declare the Board adjourned to some other time (and place if necessary), if it is impracticable to take a vote, or in his opinion, dangerous to delay for a vote.

To appoint a Vice Chairperson of its discretionary choosing for a term of 12 months that will hold the office until reappointment or appointment of a successor.

VICE CHAIRPERSON

The duties of the Vice Chair are to preside at meetings and discharge all the duties of the Chair when the Chair is absent; or as directed by the Chair, when the Chair must temporarily leave a meeting prior to adjournment.

SECRETARY

The duties of the Secretary for the PACT Board are allocated to the College Savings Program Director and for the ACES Board are allocated to the College Savings Program coordinator generally as follows:

To attend all meetings of the Board;

To keep a register, or roll, of the members and to call the roll at the direction of the Chair and to confirm that a quorum is present.

To assist the Chair in as directed on voting and matters related to voting and records of the Board.

To provide, prior to each meeting, for the use of the Chair a tentative agenda for the order of business, showing in the exact order what is necessarily to come before the Board, along with all informational and decisional items, supporting documents and resolutions incidental thereto that shall be mailed to the Board members two weeks in advance of the scheduled meeting.

To have available at each meeting, a list of all standing committees and such special committees as are in existence at the time.

When a committee is appointed, the Secretary shall provide the committee chairman names of the members and all papers referred to the committee.

EXECUTIVE SECRETARY

The Executive Secretary shall be appointed by the Chair in its discretion and serve at the pleasure of the Chair for such time and with such duties specified below and all additional duties which may otherwise be specified by the Chair, generally as follows:

To serve as the recording officer of the Board and the custodian of its records except such as are specifically assigned to others;

To be responsible for delegating the making of and maintaining a record or transcription of the proceedings that will serve as the minutes of the meetings. The minutes should be kept in a substantial book or binder arranged by meeting date and year;

To provide access to Board records for inspection and copying at reasonable times by any member of the Board and to provide records for inspection and copying by the general public upon proper request;

To provide Board members and committees any records needed for the proper performance of their duties;

To notify officers, committees, and to furnish committees with all papers referred to them, and to sign with the Chair all decisions when required or authorized by law or by the Board;

To arrange for or to post proper notices of all deliberative meetings with the Secretary of State.

To send the Board notices of regular or called meetings and to conduct and manage the general correspondence of the Board that is not specifically assigned to others;

To endorse upon all committee records the date of their reception, and what further action was taken upon them, and preserve them among the records of the Board;

To assume such additional duties and responsibilities as may be directed by the Chair.

PARLIAMENTARY PROCEDURE

The BOARD'S usual parliamentary procedures for conducting a Meeting are as follows:

1. Chair calls Meeting to Order and directs Secretary to call the roll and confirm the presence of a Quorum needed to officially conduct business.

2. Chair recognition and identification of staff and visitors

3. Chair announces that only Board members have voice and vote and that comments will be taken from others following end of discussion by Board and prior to call for Board vote.

4. Chair calls for approval of minutes of most recent prior Meeting

5. Chair calls for regular quarterly reports.

6. Chair calls for consideration of Decisional Items. Decisional items are to have been an informational item on a previous Meeting agenda to be considered for decision; however, the Board may by a Quorum majority vote to bring up any item for a decision vote.

- Invitation for discussion

- Call for motion and vote on issue or resolution prepared for issue.
- Discretionary call for comments from non-Board members prior to call for vote on the item.

7. Chair calls for consideration of Informational Items
[Requires no vote or action of Board.]

8. Chair calls for presentation of any other business

9. Chair calls for adjournment

VOTING

All votes on matters before the Board, a committee or a sub-committee shall be taken by voice vote openly in the public portion of all Meetings. Individual voice votes shall be required in the event there are any negative votes indicated in response to the call and shall be recorded in the minutes. The Board does not allow for any vote to be taken by secret ballot. An abstention from a voice vote must be declared by the abstainer immediately before or immediately after the voice vote in order to be reflected in the official minutes.

CONFLICTS OF INTEREST

No Board member shall vote on, or participate in, the discussion or consideration of any matter coming before the Board in which such member, personally or through family connections or business associations, has any direct or indirect pecuniary interest, including, but without limitation thereto, decisions of the Board concerning the investment of moneys constituting part of the trust fund in any deposit or obligation of any bank or corporation in which such Board member may have such an interest. If there shall be brought before the Board any matter in which a member shall have any interest which may conflict with his or her duties as a Board member, he or she shall

immediately make a complete verbal disclosure to the Board of such interest and shall thereafter withdraw from participation in any deliberation and decision of the board with respect to such matter.

RECORD OF THE MEETING

The Board shall maintain accurate records of its Meetings, excluding Executive Sessions, setting forth the date, time, place, members present or absent, and actions taken at each Meeting. The minutes of the Meeting will be signed by the Chairman after approval by the Board. The record of each Meeting shall become a public record and be made available to the public as soon as practicable after approval, except as otherwise provided by law. The records and minutes of the Board Meetings will be available for inspection and copying upon advance written request with appropriate arrangement made for an appointment and payment of the expenses related to the process which are the responsibility of the requesting party.

EXECUTIVE SESSION

Executive sessions are not required by the Law but may be held for the purposes and in compliance with the procedures of § 36-25A-7 and subject to the limitations thereof. The Board shall consult the Law for compliance, limitations and exceptions prior to going into Executive Session. Some of the reasons for Executive Sessions are generally described below.

(1) To discuss the general reputation and character, physical condition, professional competence, or mental health of individuals. Discussions of Job Performance are not appropriate and are generally prohibited in Executive Session except as may be specifically allowed by the Law for certain public employees. The Board will not discuss job performance of any employee in

Executive Session without advance consultation with legal counsel and the Board agreement that such discussion is allowed by Law.

(2) When expressly allowed by federal law or state law, to consider the discipline or dismissal of, or to hear formal written complaints or charges brought against a public employee, a corporation, partnership, or other legal entity subject to the regulation of The Board.

(3) To discuss with the Board attorney the legal ramifications of and legal options for pending litigation, controversies not yet being litigated but imminently likely to be litigated or imminently likely to be litigated if the Board pursues a proposed course of action, or to meet or confer with a mediator or arbitrator with respect to any litigation or decision concerning matters within the jurisdiction of the Board.

(4) To discuss security plans, procedures, assessments, measures, or systems, or the security or safety of persons, structures, facilities, or other infrastructures, including, without limitation, information concerning critical infrastructure, as defined by federal law, and critical energy infrastructure information, as defined by federal law, the public disclosures of which could reasonably be expected to be detrimental to public safety or welfare.

The Board when convening an Executive Session, other than to conduct a quasi-judicial or contested case hearing shall utilize the following procedure:

(1) A Quorum of the Board must first convene a Meeting as defined herein.

(2) A Quorum majority of the members must adopt, by recorded vote, a motion calling for the Executive Session and setting out the purpose of the Executive Session if the Law requires an oral or written declaration before the Executive Session can

begin, such oral or written declaration shall be made, prior to the vote.

(3) The vote of each member shall be recorded in the minutes.

(4) Prior to calling the Executive Session to order, the Chair shall state whether the Board will reconvene after the Executive Session and, if so, the approximate time reconvention will occur.

APPOINTMENT OF COMMITTEES

The Treasurer as Chair of the Board shall establish and appoint committees, sub-committees from the Board members as an operational matter in its discretion. Committees and Sub-Committees may conduct deliberations when a Quorum is present and in accord with the Law.

PUBLIC RECORDING OF THE MEETING

1. All persons attending the Board Meeting may openly record the Meeting through a tape recorder or other "sonic" recording device, by a video recorder and by a photographic camera.) The recording of the Meeting cannot disrupt the conduct of the Meeting. Neither the public nor the media have the right to record Executive Sessions.

2. Requests to record must be delivered to the Treasurer in writing or by electronic mail 48 hours in advance. The requests are for informational and planning purposes and do not diminish the right of the public to record a Meeting.

3. Receipt of request confirmation will be provided by mail, email or facsimile.

4. Each recording citizen must sign in with current address and telephone numbers at the time of entry to the Meeting.

5. Equipment must be in place thirty minutes in advance of the scheduled Meeting time. Equipment must be in a stable, secure and non-disruptive position during the Meeting. Recording equipment will be placed as directed by Treasury staff.

6. The recording citizen must be orderly, quiet and non disruptive to the Meeting. Violators will be denied entrance or ejected from the Meeting as circumstances dictate.

7. Equipment must not disrupt the Meeting by noisy operation.

8. All recording equipment and persons operating same must remain at a non disruptive distance from the table where Board members are seated.

9. Questioning or commenting during the Board Meeting is prohibited. Neither the public nor the media have voice at the Meeting and shall refrain from vocalizations except as invited by the Chair during the Meeting.

10. Board members and Treasury staff may, but are not required to, respond to questions or give statements before the Meeting or after the Meeting is adjourned. This procedure also applies to communications not associated with a Board meeting. Board members are free to communicate with the public and media in any manner they choose. Board members are encouraged to communicate with Treasury staff for information or data needed to accurately respond to such inquiries; or refer the inquiry to Treasury staff if a Board member does not desire to respond directly.

11. Broadcasting of the Meeting to the internet via web casting, web cameras or any other device is strictly prohibited.

12. All audio and video recording must cease immediately upon adjournment of the Meeting except for brief question and

answer session that may be allowed and announced by the Board at the time of adjournment.

13. All video and audio recording devices must be in plain view and easily identifiable to Board members and treasury staff. Possession or use of secret or undisclosed recording devices is strictly prohibited and will be reason for ejection from the Meeting.